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APR 26 1996

April 26, 1996

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ROBERT H. SHEMWELL, CLERK
WESTERN DISTRICT OF LOUISIANA
SHREVEPORT, LOUISIANA

Via Hand Delivery

Honorable Robert H. Shemwell
U. S. District Court
Joe D. Waggoner Federal Building
300 Fannin Street
Shreveport, LA 71101

RE: Crystal Oil Company and Crystal Exploration and
Production Company v. Atlantic Richfield Company; Docket
No. CV95-2115-S; United States District Court for the
Western District of Louisiana, Shreveport Division

Dear Mr. Shemwell:

I am enclosing herewith an original and two stamped copies
each of the following documents:

1. Motion for Leave to File Supplemental Memorandum;
2. Plaintiffs' Supplemental Memorandum in Opposition to
Defendant's Motion to Transfer Venue.

Please be kind enough to file the Motion and receive the
Memorandum and return stamped copies to us via our runner. Please
also present the Motion to Judge Payne for his consideration and,
presuming that the Order is signed, please then file the Memorandum
in the above proceedings.

Thank you for your assistance.

With kind regards, I am

Respectfully,

Albert M. Hand, Jr.

AMHJr/kag

Enclosures

cc (w/encl): Honorable Roy S. Payne (via hand delivery)
Mr. W. Michael Adams (via hand delivery)
Mr. Roger L. Freeman
Mr. Lary D. Milner
cc (w/o encl): Mr. Osborne J. Dykes, III

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bring to the court's attention the reopening of CRYSTAL's bankruptcy and the filing of a Motion to Enforce Confirmation and Bar Date Order with supporting memorandum in that bankruptcy, Cause No. 586-02834, In Re: Crystal Oil Company, in the United States Bankruptcy Court for the Western District of Louisiana, Shreveport Division. This filing in the bankruptcy court involves two environmental sites with regard to which certain creditors, like ARCO in these proceedings, seek to assert post-discharge claims involving alleged pre-petition pollution.

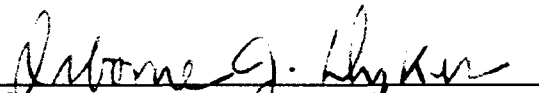
4.

The filing of a supplemental memorandum by plaintiffs should not delay these proceedings.

WHEREFORE, plaintiffs, CRYSTAL and CEPSCO, pray that the above and foregoing be deemed good and sufficient and that this Court grant leave to plaintiffs to file the supplemental memorandum concerning defendant's motion to transfer venue.

Respectfully submitted,

FULBRIGHT & JAWORSKI L.L.P.

By 
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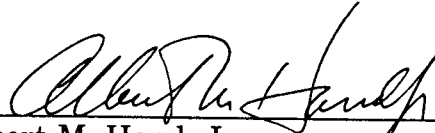
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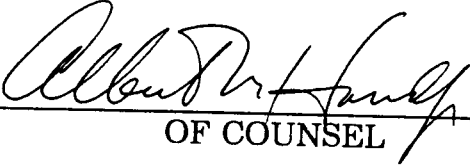
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ATTORNEYS FOR PLAINTIFFS,
CRYSTAL OIL COMPANY AND CRYSTAL
EXPLORATION AND PRODUCTION
COMPANY

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that in compliance with the Federal Rules of Civil Procedure, on this 26th day of April, 1996, a copy of the above and foregoing has been served on counsel for Defendant, Atlantic Richfield Company, by placing a copy of same in the United States mail, properly addressed and with adequate postage affixed thereon to:

1. M. W. Michael Adams
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Shreveport, Louisiana 71163-1126
2. Mr. Roger L. Freeman
Davis Graham & Stubbs, L.L.C.
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3. Mr. Lary D. Milner
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OF COUNSEL